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March 6, 2015

VIA CM/ECF FILING & HAND DELIVERY

The Honorable Richard G. Andrews
U.S. District Court for the District of Delaware
844 North King Street
Wilmington, DE 19801-3555

**Re: *Innovative Memory Solutions Inc. v. Micron Technology, Inc.*
(C.A. No. 14-1480-RGA)**

Dear Judge Andrews:

We represent the Defendant Micron Technology, Inc. ("Micron") in the above-referenced case. We write to address a serious matter that we believe requires the Court's attention. After representing Micron and Lexar Media, Inc. (which was acquired by Micron in 2006) in at least 10 patent litigations over more than a decade and learning privileged and confidential information about Micron's business, including information directly and substantially related to this case, attorneys Matthew D. Powers and Steven S. Cherensky have entered an appearance adverse to Micron on behalf of the Plaintiff, Innovative Memory Solutions, Inc. ("IMS").

Micron intends to file a motion to disqualify Mr. Powers, Mr. Cherensky, and their law firm, Tensegrity Law Group, pursuant to Model Rule of Professional Conduct 1.9. Micron's counsel notified IMS's counsel about the disqualification issue on February 27, 2015, and Mr. Powers, Mr. Cherensky, and Tensegrity Law Group have declined to withdraw.

Micron's brief and documents in support of its motion to disqualify (collectively, the "Motion") will contain Micron's privileged and highly confidential information, and thus we respectfully request an interim order to set procedures regarding the briefing and distribution of the Motion so as to avoid the unnecessary dissemination of Micron's privileged and highly confidential information. Specifically, the Motion will contain information protected by the attorney-client privilege and work product doctrine, and the disclosure of such information to Plaintiff's counsel (or the public) could eliminate privilege. Additionally, some of the information contained in Micron's brief and supporting documents is sensitive, non-public business information, the public disclosure of which could harm Micron's business. The parties have not agreed to a protective order yet, thus the request for an interim order.

Accordingly, to preserve its privileges and work product, Micron respectfully requests that it be permitted to submit certain motion papers and exhibits to the Court *in camera* and file a non-privileged (but still confidential) version of those and other supporting papers and exhibits under seal. *See, e.g., Decora Inc. v. DW Wallcovering, Inc.*, 899 F.Supp. 132 (S.D.N.Y. 1995) (holding

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that *in camera* submission of privileged documents supporting a disqualification motion was proper because “[t]he former client should not have to disclose such confidences to an adversary as the price of obtaining disqualification.”). A proposed order is enclosed for the Court’s consideration. Micron would be pleased to consider alternative arrangements that still preserve privilege, as the Court deems appropriate.

Additionally, a scheduling conference in this case is set for March 12, 2015. Yesterday evening, we received from Plaintiff’s counsel a proposed scheduling order. It would be unfair to require Micron to negotiate against its former counsel, Mr. Powers and Mr. Cherensky, on the settlement and discovery issues that are to be addressed prior to the upcoming scheduling conference. In order to prevent Micron’s privileged and confidential information from being used against it by its former counsel, Micron further respectfully requests that the Court stay the scheduling conference currently scheduled for March 12, 2015 until Micron’s motion to disqualify Mr. Powers, Mr. Cherensky, and Tensegrity Law Group is resolved.

Undersigned counsel is available to address any questions the Court may have regarding this submission or the motion to disqualify.

Respectfully,

/s/ Frederick L. Cottrell, III

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FLC/TSH/pc

cc: All counsel of record (by CM/ECF)